

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM519625

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	12/21/2018

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Mighty Leaf Tea		12/21/2018	Corporation: CALIFORNIA

RECEIVING PARTY DATA

Name:	Peet's Coffee, Inc.
Street Address:	1400 Park Avenue
City:	Emeryville
State/Country:	CALIFORNIA
Postal Code:	94608
Entity Type:	Corporation: VIRGINIA

PROPERTY NUMBERS Total: 16

Property Type	Number	Word Mark
Registration Number:	2423886	MIGHTY LEAF
Registration Number:	2443164	MIGHTY LEAF
Registration Number:	5346922	MIGHTY LEAF
Registration Number:	5346924	MIGHTY LEAF
Registration Number:	5346923	MIGHTY LEAF
Registration Number:	5365537	MIGHTY LEAF
Registration Number:	2800766	MIGHTY LEAF
Registration Number:	5360519	MIGHTY LEAF WHOLE LEAF TEA
Registration Number:	5351167	MIGHTY LEAF WHOLE LEAF TEA
Registration Number:	5365530	MIGHTY LEAF WHOLE LEAF TEA
Registration Number:	2042219	TEA & COMPANY
Serial Number:	86910273	MIGHTY LEAF
Serial Number:	86910312	MIGHTY LEAF
Serial Number:	86846842	MIGHTY MATCHA
Registration Number:	3031262	
Registration Number:	5351080	THE WHOLE LEAF. THE WHOLE FLAVOR.

CORRESPONDENCE DATA

TRADEMARK

900494770

REEL: 006622 FRAME: 0393

OP \$415.00 2423886

Fax Number: 3126730361

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.

Phone: 3126730360

Email: docket@vciplaw.com

Correspondent Name: Charles C. Valauskas

Address Line 1: 150 S Wacker Dr Ste 1650

Address Line 4: Chicago, ILLINOIS 60606

NAME OF SUBMITTER:	Charles C. Valauskas
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SIGNATURE:	/charles c. valauskas/
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DATE SIGNED:	04/18/2019
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Total Attachments: 7

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Commonwealth of Virginia

FILED KK

Secretary of State
State of California

DEC 28 2018



State Corporation Commission

I Certify the Following from the Records of the Commission:

The foregoing is a true copy of the certificate of merger of Peet's Coffee, Inc. issued December 21, 2018.

Nothing more is hereby certified.



*Signed and Sealed at Richmond on this Date:
December 27, 2018*

Joel H. Peck
Joel H. Peck, Clerk of the Commission

ARTICLES OF MERGER
MERGING

MIGHTY LEAF TEA
(A CALIFORNIA CORPORATION)

NLD

INTO

PEET'S COFFEE, INC.
(A VIRGINIA CORPORATION)

0608388-5

The undersigned, on behalf of the corporations set forth below, pursuant to Title 13.1, Chapter 9, Article 12 of the Code of Virginia (the "VSCA"), state as follows:

FIRST: (Mighty Leaf Tea) ("MLT") was incorporated under the laws of the State of California on January 2, 1998. Peet's Coffee, Inc. (referred to herein as the "Surviving Corporation" and the "Company") was incorporated under the laws of the Commonwealth of Virginia on December 29, 2003 and will be the survivor of the merger.

SECOND: Attached hereto as Annex A and made a part hereof is the Agreement and Plan of Merger (the "Plan of Merger"), pursuant to which MLT will merge with and into the Surviving Corporation (the "Merger"). The Articles of Incorporation of the Company, shall be the Articles of Incorporation of the surviving corporation.

THIRD: The Plan of Merger was unanimously adopted by the Board of Directors of the Company pursuant to a written consent effective December 21, 2018, and the Plan of Merger was unanimously adopted by the Board of Directors of MLT pursuant to a written consent effective December 21, 2018. The Plan of Merger was approved by unanimous consent of the shareholder of MLT on December 21, 2018. Approval of the Plan of Merger by the shareholders of the Company is not required pursuant to Subsection 718(F), Title 13.1, Chapter 9, Article 12 of the VSCA.

FOURTH: The Merger was approved in accordance with the laws of the State of California and is in compliance therewith.

FIFTH: The effective date of the Merger shall be the date on which these Articles of Merger are filed with the State Corporation Commission of Virginia.

[Signature Page to Follow]

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The undersigned, authorized to act on behalf of the corporations set forth below, declare that the facts herein stated are true as of December 21, 2018.

PEET'S COFFEE, INC.,
a Virginia corporation

By: 
Name: Kristin Ashurst
Title: Corporate Secretary

MIGHTY LEAF TEA,
a California corporation

By: 
Name: Shawn Conway
Title: Director

{Signature Page to Articles of Merger}

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ANNEX A

Plan of Merger

See attached.

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ANNEX A

PLAN OF MERGER

merging

MIGHTY LEAF TEA,
a California corporation

with and into

PEET'S COFFEE, INC.,
a Virginia corporation

1. Merger. In accordance with the Virginia Stock Corporation Act (the "*Virginia Act*") and the California Corporations Code (the "*California Act*"), upon the effective time and date set forth in the Articles of Merger to be filed with the State Corporation Commission of the Commonwealth of Virginia and the office of the Secretary of State of the State of California (such time being referred to herein as the "*Merger Effective Time*"), Mighty Leaf Tea, a California corporation ("*MLT*") shall be merged (the "*Merger*") with and into Peet's Coffee, Inc., a Virginia corporation (the "*Company*"). The Company shall be the surviving corporation (the "*Surviving Corporation*") in the Merger, and shall continue its existence as a corporation under the laws of the Commonwealth of Virginia. As of the Merger Effective Time, the separate legal existence of MLT shall cease.

2. Effects of the Merger. The Merger shall have the effects as set forth in the relevant provisions of the Virginia Act and the California Act. Without limiting the generality of the foregoing, from and after the Merger Effective Time, the Surviving Corporation shall possess all properties, rights, privileges, powers and franchises of the Company and MLT, and all of the claims, obligations, liabilities, debts and duties of the Company and MLT shall become the claims, obligations, liabilities, debts and duties of the Surviving Corporation.

3. Articles of Incorporation and Bylaws of the Surviving Corporation. At the Merger Effective Time, by virtue of the Merger, the articles of incorporation of the Company shall be the articles of incorporation of the Surviving Corporation until thereafter amended in accordance with the provisions thereof and applicable law. At the Merger Effective Time, by virtue of the Merger, the bylaws of the Company as are in effect immediately prior to the Merger Effective Time shall be the bylaws of the Surviving Corporation until thereafter amended in accordance with the provisions thereof and applicable law.

4. Directors and Officers of the Surviving Corporation. Immediately following the Merger Effective Time, (i) the directors of the Company serving immediately prior to the Merger Effective Time shall be the directors of the Surviving Corporation until the earlier of his or her death, resignation or removal or the time at which his successor is duly elected or appointed and qualified, and (ii) the officers of the Company serving immediately prior to the Merger Effective Time shall be the officers of the Surviving Corporation until the earlier of their death, resignation or removal or the time at which their respective successors are duly elected or appointed and qualified.

5. Manner and Basis of Converting Shares of Capital Stock. At the Merger Effective Time, by virtue of the Merger and without any action on the part of the Company, MLT or the shareholder of MLT, each share of capital stock of MLT issued and outstanding immediately prior to the Merger Effective Time shall be cancelled without consideration and retired without conversion into any securities or property and shall cease to exist.

6. Amendment and Termination. At any time prior to the Merger Effective Time, this Plan of Merger may be amended or terminated by the Company and MLT.

7. Governing Law. This Plan of Merger shall be construed in accordance with and governed by the laws of the Commonwealth of Virginia, without giving effect to principles of conflicts of law.

8. Headings. The section headings contained in this Plan of Merger are inserted for convenience only and shall not affect in any way the meaning or interpretation of this Plan of Merger.

9. Severability. The provisions of this Plan of Merger are severable, and in the event any provision hereof is determined to be invalid or unenforceable, such invalidity or unenforceability shall not in any way affect the validity or enforceability of the remaining provisions hereof.

10. No Third Party Beneficiaries. This Plan of Merger shall not confer any rights or remedies upon any person other than the parties hereto and their respective successors and permitted assigns.

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COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION

AT RICHMOND, DECEMBER 21, 2018

1812070266

The State Corporation Commission finds the accompanying articles submitted on behalf of
Peet's Coffee, Inc.

comply with the requirements of law and confirms payment of all required fees. Therefore, it is
ORDERED that this

CERTIFICATE OF MERGER

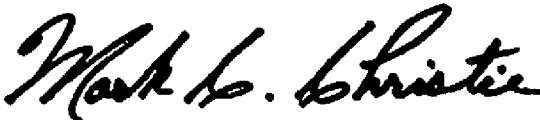
be issued and admitted to record with the articles of merger in the Office of the Clerk of the
Commission, effective December 21, 2018. Each of the following:

**MIGHTY LEAF TEA (A CA CORPORATION NOT QUALIFIED
IN VA)**

is merged into Peet's Coffee, Inc., which continues to exist under the laws of VIRGINIA with the
name Peet's Coffee, Inc., and the separate existence of each non-surviving entity ceases.

STATE CORPORATION COMMISSION

By



Mark C. Christie
Commissioner

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